

EXHIBIT C

Alliance Group's Letter of Appeal-July 2, 2001

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(1926-1992)

July 2, 2001

Letter of Appeal
USAC
2120 L Street, NW, Suite 600
Washington, DC 20037

SENT VIA FEDERAL EXPRESS

Legal Reporting Name: Alliance Group Services, Inc.
Filer 499 ID: 820411

We are the attorneys for Alliance Group Services, Inc., a Delaware corporation ("Alliance Group"). On behalf of Alliance Group, we hereby appeal the decision by Universal Service Administrative Company ("USAC") dated June 7, 2001 to reject the recent filing of a Year 2000 FCC Form 499-A reporting Alliance Group revenue for the period January 1 - December 31, 1999. Attached is a copy of the June 7, 2001 USAC letter appealed from (Exhibit "A") and the referenced rejected Year 2000 FCC Form 499-A (Exhibit "B").

We understand the rejected filing was designated as a "revised filing" at the direction of USAC. The letter of June 7, 2001 states that USAC's rejection was made on the basis that the Form 499-A was an attempted revised filing filed more than one year after the date of the original filing. Whether the designation of the 2000 499-A Form as a "revised filing" was done at USAC's direction or not, USAC's rejection of Alliance Group's 2000 Form 499-A was an error. Alliance Group did not previously file a 2000 Form 499-A. The rejected 2000 Form 499-A was in fact an original filing on behalf of Alliance Group. As such it reported revenues for 1999 not previously reported on any form.

It is our view that the confusion over the 2000 filing arises from the acquisition by Alliance Group of assets of U. S. Republic Communications, Inc. ("U.S. Republic"), a subsidiary of Vartec Telecom Holding Company, at the end of December 1999. Alliance Group did not have any obligation to file a Form 499-A in 2000 in respect of U.S. Republic billings for 1999, nor did it file such a form. Any 2000 Form 499-A filed in respect of U.S. Republic billings was filed by U.S. Republic and not by Alliance Group. Because Alliance Group has other retail bases, it was, however, appropriate for

EARLY, LENNON, CROCKER & BARTOSIEWICZ, P.L.C.

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Alliance Group to file an original 2000 Form 499-A, and this is the form -- described in the preceding paragraph -- that was rejected by USAC. In order to clarify this situation, Alliance Group is separately submitting a 2000 Form 499-A containing the same information, designated an "original filing", a copy of which is enclosed (Exhibit "C"). Either or both of Alliance Group's 2000 Form 499-A Forms should be accepted as an original filing.

We separately request that the 2000 499-A Form styled a "revised filing" be accepted even if USAC continues to regard this filing as an attempted amendment of a previously filed 2000 Form 499-A. We understand that in this regard, USAC is basing its rejection of Alliance Group's 2000 Form 499-A on its determination or belief that a 2000 Form 499-A filed by U.S. Republic using its Filer ID Number 811765 was in effect Alliance Group's 2000 Form 499-A filing. Alliance Group absolutely disagrees with this determination or belief and instead contends that the 2000 Form 499-A filed by U.S. Republic was filed on behalf of U.S. Republic, reported U.S. Republic 1999 revenues and should have caused Universal Service Fund and other charges to continue to be submitted to U.S. Republic through calendar year 2000. U.S. Republic remained in existence through calendar year 2000. Enclosed is a summary of State of Texas Secretary of State records evidencing U.S. Republic's continued corporate existence until March 22, 2001 (Exhibit "D").

It is Alliance Group's position, further, that all such invoices sent in calendar year 2000 should have been paid by U.S. Republic. It is our information, although uncertain at this time due to USAC's unwillingness or inability to share such information with us, that Universal Service Fund and other invoices in fact were sent to U.S. Republic in calendar year 2000 and were in fact paid at least in part by U.S. Republic. It is also our information that these charges were then wholly transferred to Alliance Group at the request of U.S. Republic and based on USAC's erroneous interpretation of the Purchase and Sale Agreement between U.S. Republic and Alliance Group.

Without waiving any rights or claims it may have related to the foregoing facts, if in fact USAC still maintains that Alliance Group's 2000 Form 499-A is an attempted "revised filing" of a 2000 Form 499-A prepared and filed by U.S. Republic in April, 2000, Alliance Group respectfully requests that USAC waive its requirement that a "revised filing" be received within one year after the "original filing". It is our understanding that Alliance Group's 2000 Form 499-A was received by USAC on April 13, 2001. We do not know the date in April of 2000 on which U.S. Republic filed its 2000 Form 499-A but we respectfully request that, under the circumstances, USAC waive its one year time limitation and deem the Alliance Group 2000 Form 499-A delivered on April 13, 2001 to have been filed within one year of the "original filing".

In summary, we request on behalf of our client that USAC immediately:

- (a) Accept for filing one 2000 Form 499-A signed and submitted by Alliance Group; and

EARLY, LENNON, CROCKER & BARTOSIEWICZ, P.L.C.


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- (b) Credit and remove from any Alliance Group account all charges of any kind based on U.S. Republic's 1999 revenues, including but not necessarily limited to all charges based on the revenues reported on U.S. Republic's 2000 Form 499-A.

Yours truly,

EARLY, LENNON, CROCKER & BARTOSIEWICZ, P.L.C.

A handwritten signature in black ink, appearing to read "L. Brenton", is written over the printed name.

Lawrence M. Brenton

LMB/dle

Enclosures

Email: lbrenton@earlylennon.com



Universal Service Administrative Company

June 7, 2001

Alliance Group Services, Inc.
900 Comerica Building
Kalamazoo, MI 49007

Filer 499 ID: 820411

Attn: Patrick D. Crocker

RE: Form 499-A Revision Rejection

The Universal Service Administrative Company (USAC) has completed a review of the Revised FCC Form 499-A that you submitted for the purpose of revising revenue reported by Alliance Group Services, Inc. for the period January 1 – December 31, 1999. Based on the information provided, we are unable to accept the revision because it was not filed within one year of the original submission.

USAC recognizes that you may disagree with our decision. **If you wish to file an appeal, your appeal must be received no later than 30 days after the date of this letter.**

In the event that you choose to appeal the decision, you should follow these guidelines:

- Write a "Letter of Appeal to USAC" explaining why you disagree with this Revised Form 499-A Rejection letter and identify the outcome that you request;
- Mail your letter to:
Letter of Appeal
USAC
2120 L Street, NW, Suite 600
Washington, DC 20037
- Appeals submitted by fax, telephone call, and e-mail **will not** be processed.
- Provide necessary contact information. Please list the name, address, telephone number, fax number, and e-mail address (if available) of the person who can most readily discuss this appeal with USAC.
- Identify the "Legal Reporting Name" and "Filer 499 ID."
- Explain the appeal to the USAC. Please provide documentation to support your appeal.

- Attach a photocopy of this Revised Form 499-A Rejection decision that you are appealing.

USAC will review all "letters of appeal" and respond in writing within 90 days of receipt thereof.

The response will indicate whether USAC:

- (1) agrees with your letter of appeal, and approves an outcome that is different from the Revised Form 499-A Rejection Letter; or
- (2) disagrees with your letter of appeal, and the reasons therefor.

If you disagree with the USAC response to your "letter of appeal," you may file an appeal with the FCC within 30 days of the date USAC issued its decision in response to your "Letter of Appeal." The FCC address where you may direct your appeal is:

Federal Communications Commission
Office of the Secretary
445 12th Street, SW
Room TW-A325
Washington, DC 20554

Please be sure to indicate the following information on all communications with the FCC:
"Docket Nos. 96-45 and 97-21."

In the alternative, you may write and send an appeal letter directly to the Federal Communications Commission (FCC), and bypass USAC. Your letter of appeal to the FCC must explain why you disagree with the USAC decision. You are also encouraged to submit any documentation that supports your appeal. The FCC rules governing the appeals process (Part 54 of Title 47 of the Code of Federal Regulations 54.719 – 54.725) are available on the FCC web site (www.fcc.gov).

If you have questions or concerns regarding this letter, please contact Lisa Harter at (973) 884-8116 or Lori Terraciano at (973) 560-4426.

Sincerely,

USAC

2000 FCC Form 499A Telecommunications Reporting Worksheet

Approval by OMB
3060-0855

>>> Please read instructions before completing. <<<

Annual Filing - due April 1.

Block 1- Contributor Identification Information

101 Filer 499 ID [If you don't know your number, contact the administrator at (973)-560-4400. If you are a new filer, leave blank and a Filer 499 ID will be assigned to you.]		820411	
102 Legal name of reporting entity		Alliance Group Services, Inc.	
103 IRS employer identification number		06-1502829	
104 Name telecommunications service provider is doing business as		Alliance Group Services, Inc.	
105 Principal communications business [Check the one that best describes the reporting entity -- see directions. Check one box only.]			
<input type="checkbox"/> CAP/CLEC	<input type="checkbox"/> Cellular/PCS/SMR (wireless telephony incl. by resale)	<input type="checkbox"/> Incumbent LEC	<input type="checkbox"/> Interexchange Carrier (IXC)
<input type="checkbox"/> Local Reseller	<input type="checkbox"/> Operator Service Provider (OSP)	<input type="checkbox"/> Paging & Messaging	<input type="checkbox"/> Payphone Service Provider
<input type="checkbox"/> Pre-paid Card	<input type="checkbox"/> Private Service Provider	<input type="checkbox"/> Satellite	<input type="checkbox"/> Wireless Data
<input type="checkbox"/> Shared Tenant Service Provider	<input type="checkbox"/> SMR (dispatch)	<input checked="" type="checkbox"/> Toll Reseller	<input type="checkbox"/> Other Toll
If Other Local, Other Mobile or Other Toll is checked, describe carrier type / services provided:		<input type="checkbox"/> Other Local	<input type="checkbox"/> Other Mobile
106 Holding company (All affiliated companies should show same name here)		Alliance Group Services LLC	
107 FCC Registration Number (FRN) [not required for April 2000 filing]			
108 Management company [if carrier is managed by another entity]			
109 Complete mailing address of reporting entity corporate headquarters		Alliance Group Services, Inc. 1221 Post Rd Westport CT 06880	
110 Complete business address for customer inquiries and complaints [if different from address entered on Line 109]			
111 Telephone number for customer inquiries and complaints		(203) - 845-9600	
112 All trade names that you use in providing telecommunications services. This should include all names by which you are identified on customer bills.		g	
a	Alliance Platinum	h	
b	USRC	i	
c	Telquest Advantage Plus	j	
d	Alliance Group Services, Inc.	k	
e		l	
f		m	

Use an additional sheet if necessary. Each reporting entity must provide all names used for carrier activities.

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

2000 FCC Form 499A Telecommunications Reporting Worksheet
Page 2
Block 2-A: Personal Contact Information

201 Filer 499 ID [from Line 101]	820411
202 Legal name of reporting entity [from Line 102]	Alliance Group Services, Inc.
203 Person who completed this worksheet	Patrick D. Crocker, Attorney
204 Telephone number of this person	(616) - 381-8844
205 Fax number of this person	(616) - 349-8525
206 E-mail of this person	telecomgroup@earlylennon.com
207 Corporate office, attn. name, and mailing address to which future Telecommunications Reporting Worksheets should be sent	Patrick D. Crocker, Attorney 900 Comerica Bldg Kalamazoo MI 49007
208 Billing address and billing contact person: [Plan administrators will send bills for contributions to this address. Please attach a written request for alternative billing arrangements.]	Patrick D. Crocker, Attorney 900 Comerica Bldg Kalamazoo MI 49007

Block 2-B: Agent for Service of Process

All carriers must complete Lines 209 through 213

209 D.C. Agent for Service of Process per 47 U.S.C 413	Corporation Guarantee & Trust Company
210 Telephone number of D.C. agent	(202) - 296-2222
211 Fax number of D.C. agent	(301) - 229-2783
212 E-mail of D.C. agent	
213 Complete business address of D.C. agent for hand service of documents	1155 15th St NW Ste 502 Washington DC 20005
214 Alternate Agent for Service of Process (optional)	Patrick D. Crocker, Attorney
215 Telephone number of alternate agent	(616) - 381-8844
216 Fax number of alternate agent	(616) - 349-8525
217 E-mail of alternate agent	telecomgroup@earlylennon.com
218 Complete business address of alternate agent for hand service of documents	900 Comerica Bldg Kalamazoo MI 49007

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

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February 2000

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Page 3
Block 1: Carrier's Carrier Revenue Information

301 Filer 499 ID [from Line 101] **820411**
 302 Legal name of reporting entity [from Line 102] **Alliance Group Services, Inc.**

Report Billed Revenue for January 1 through December 31, 1999
 Do not report any negative numbers. Dollar amounts may be rounded to
 the nearest thousand dollars. However, report all amounts as whole dollars.

	Total Revenue	If breakouts are not book amounts, enter whole percentage estimates		Breakouts	
		Interstate	International	Interstate Revenue	International Revenue
	(a)	(b)	(c)	(d)	(e)
Revenue from Service Provided for Resale by Other Contributors to Federal Universal Service Support Mechanisms					
<u>Fixed local service</u>					
303 Monthly service, local calling, connection charges, vertical features, and other local exchange service including subscriber line and PICC charges to IXCs					
a Provided as unbundled network elements	0				
b Provided under other arrangements	0				
304 Per minute charges for originating or terminating calls					
a Provided under state or federal access tariff	0				
b Provided as unbundled network elements or other contract arrangement	0				
305 Local private line & special access	0				
306 Payphone compensation from toll carriers	0				
307 Other local telecommunications service revenues	0				
308 Universal service support revenue received from Federal or State Sources	0				
<u>Mobile service (including wireless telephony, paging & messaging, and other mobile services)</u>					
309 Monthly, activation, and message charges except toll	0				
<u>Toll service</u>					
310 Operator and toll calls with alternative billing arrangements (credit card, collect, international call-back, etc.)	0				
311 Ordinary Long Distance (MTS, customer toll free 800/888 service, associated monthly account maintenance, PICC pass-through, and switched services not reported above)	3,555,715			931,597	1,326,282
312 Long distance private line services	0				
313 Satellite services	0				
314 All other long distance services	0				

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

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Block 4: End User and Non-Telecommunications Revenue Information

401	Filer 499 ID [from Line 101]	820411			
402	Legal name of reporting entity [from Line 102]	Alliance Group Services, Inc.			
Report Billed Revenue for January 1 through December 31, 1999 Do not report any negative numbers. Dollar amounts may be rounded to the nearest thousand dollars. However, report all amounts as whole dollars. See instructions regarding percent interstate & international.		Total Revenue	If breakouts are not book amounts, enter whole percentage estimates		Breakouts
			Interstate	International	
		(a)	(b)	(c)	(d) (e)
Revenue From All Other Sources (end-user telecom. & non-telecom.)					
403	Surcharges or other amounts on bills identified as recovering State or Federal universal service contributions	0			
Fixed local service					
404	Monthly service, local calling, connection charges, vertical features, and other local exchange service charges except for federally tariffed subscriber line charges and PCCC charges	0			
405	Tariffed subscriber line charges and PCCC charges levied by a local exchange carrier on a no-PIC customer	0			
406	Local private line and special access service	0			
407	Payphone coin revenues	0			
408	Other local telecommunications service revenues	0			
Mobile service (including wireless telephony, paging & messaging, and other mobile services)					
409	Monthly and activation charges	0			
410	Message charges including roaming but excluding toll charges	0			
Toll service					
411	Pre-paid calling card (including card sales to customers and non-carrier distributors) reported at face value of cards	0			
412	International calls that both originate and terminate in foreign points	0	0%	100%	
413	Operator and toll calls with alternative billing arrangements (credit card, collect, international call-back, etc.) other than revenue reported on Line 412	0			
414	Ordinary Long Distance (MTS, customer toll free 800/888 service, associated monthly account maintenance, PCCC pass-through, and other switched services not reported above)	989,268			352,081 75,382
415	Long distance private line services	0			
416	Satellite services	0			
417	All other long distance services	0			
418	Enhanced services, inside wiring maintenance, billing and collection, customer premises equipment, published directory, dark fiber, Internet and non-telecommunications service revenue	0			
419	Gross billed revenue from all sources (incl. reseller & non-telecom.) [Lines 303 through 314 plus Lines 403 through 418]	4,544,983			1,283,678 1,401,664
420	Universal service contribution bases [Lines 403 through 411 & Lines 413 through 417]	989,268			352,081 75,382

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

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Block 3: Additional Revenue Breakouts

501 Filer 499 ID [from Line 101] 820411
 502 Legal name of reporting entity [from Line 102] Alliance Group Services, Inc.

Most filers must contribute to LNP administration and must provide the percentages requested in Lines 503 through 510.
 Filing entities that use Line 603 to certify that they are exempt from this requirement need not provide this information.

Percentage of revenue reported in Block 3 and Block 4 billed in each region of the country. Round or estimate to nearest whole percentage. Enter 0 if no service was provided in the region.

			Block 3 Carrier's Carrier (a)	Block 4 End-User Telecom. (b)
503	Southeast:	Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, Puerto Rico, South Carolina, Tennessee and U.S. Virgin Islands	%	24 %
504	Western:	Alaska, Arizona, Colorado, Idaho, Iowa, Minnesota, Montana, Nebraska, New Mexico, North Dakota, Oregon, South Dakota, Utah, Washington, Wyoming	%	14 %
505	West Coast:	California, Hawaii, Nevada, American Samoa, Guam, Northern Mariana Islands, and Wake Island.	%	22 %
506	Mid-Atlantic:	Delaware, District of Columbia, Maryland, New Jersey, Pennsylvania, Virginia, West Virginia	%	11 %
507	Mid-West:	Illinois, Indiana, Michigan, Ohio, Wisconsin	%	14 %
508	Northeast:	Connecticut, Maine, Massachusetts, New Hampshire, New York, Rhode Island, Vermont	%	5 %
509	Southwest:	Arkansas, Kansas, Missouri, Oklahoma, & Texas	%	10 %
510	Total	[Percentages must add to 0 or 100]	%	100 %

511 Revenues from resellers that do not contribute to Universal Service support mechanisms are included in Block 4, Line 420 but may be excluded from a filer's TRS, NANPA and LNP contribution bases. To have these amounts excluded, the filer has the option of identifying such revenues below.

	(a)	(b)
	Total Revenue	Interstate and International
Revenues from resellers that do not contribute to Universal Service	\$	\$

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

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Block 6: CERTIFICATION: to signed by an officer of the filer

601 Filer 499 ID [from Line 101]

820411

602 Legal name of reporting entity [from Line 102]

Alliance Group Services, Inc.

Section IV of the instructions provides information on which types of reporting entities are required to file for which purposes. Any entity claiming to be exempt from one or more contribution requirements should so certify below and attach an explanation. [The Universal Service administrator will determine which entities meet the de minimis threshold based on information provided in Block 4, even if you fail to so certify, below.]

603 I certify that the reporting entity is exempt from contributing to:

Universal Service ☐TRS ☐NANPA ☐LNP Administration ☐

Provide explanation below:

604 I certify that the revenue data contained herein is privileged and confidential and that public disclosure of such information would likely cause substantial harm to the competitive position of the company. I request nondisclosure of the revenue information contained herein pursuant to Sections 0.459, 52.17, 54.711 and 64.604 of the Commission's Rules.



I certify that I am an officer of the above-named reporting entity, that I have examined the foregoing report and to the best of my knowledge, information and belief, all statements of fact contained in this Worksheet are true and that said Worksheet is an accurate statement of the affairs of the above-named company for the previous calendar year.

605 Signature

606 Printed name of officer

Mark J. Thomas

607 Position with reporting entity

President

608 Date

4/11/01

609 This filing is:

☐ Original filing☒ Revised filing

Do not mail checks with this form. Send this form to: Form 499 c/o NECA, 80 South Jefferson Road, Whippany New Jersey, 07981

For additional information regarding this worksheet contact: Telecommunications Reporting Worksheet information: (973) 560-4400 or via e-mail: Form499@neca.org

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

2000 FCC Form 499A Telecommunications Reporting Worksheet

Approval by OMB
3060-0855

>>> Please read instructions before completing. <<<

Annual Filing - due April 1.

Block 1: Contributor Identification Information

101 Filer 499 ID [If you don't know your number, contact the administrator at (973)-560-4400.

If you are a new filer, leave blank and a Filer 499 ID will be assigned to you.]

820411

102 Legal name of reporting entity

Alliance Group Services, Inc.

103 IRS employer identification number

06-1502829

104 Name telecommunications service provider is doing business as

Alliance Group Services, Inc.

105 Principal communications business [Check the one that best describes the reporting entity -- see directions. Check one box only.]

☐ CAP/CLEC

☐ Cellular/PCS/SMR (wireless telephony incl. by resale)

☐ Incumbent LEC

☐ Interexchange Carrier (IXC)

☐ Local Reseller

☐ Operator Service Provider (OSP)

☐ Paging & Messaging

☐ Payphone Service Provider

☐ Pre-paid Card

☐ Private Service Provider

☐ Satellite

☐ Shared Tenant Service Provider

☐ SMR (dispatch)

☒ Toll Reseller

☐ Wireless Data

If Other Local, Other Mobile or Other Toll is checked,

☐ Other Local

☐ Other Mobile

☐ Other Toll

describe carrier type / services provided:

106 Holding company (All affiliated companies should show same name here)

Alliance Group Services LLC

107 FCC Registration Number (FRN) [not required for April 2000 filing]

108 Management company [if carrier is managed by another entity]

Alliance Group Services, Inc.

109 Complete mailing address of reporting entity
corporate headquarters

1221 Post Rd
Westport CT 06880

110 Complete business address for customer inquiries and complaints
[if different from address entered on Line 109]

111 Telephone number for customer inquiries and complaints

(203) - 845-9600

112 All trade names that you use in providing telecommunications services. This should
include all names by which you are identified on customer bills.

a Alliance Platinum

b USRC

c Telquest Advantage Plus

d Alliance Group Services, Inc.

e

f

g

h

i

j

k

l

m

Use an additional sheet if necessary. Each reporting entity must provide all names used for carrier activities.

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

FCC Form 499-A
February 2000

2000 FCC Form 499A Telecommunications Reporting Worksheet

Page 2

Block 2-A: Personal Contact Information

201 Filer 499 ID [from Line 101]	820411
202 Legal name of reporting entity [from Line 102]	Alliance Group Services, Inc.
203 Person who completed this worksheet	Patrick D. Crocker, Attorney
204 Telephone number of this person	(616) -381-8844
205 Fax number of this person	(616) -349-8525
206 E-mail of this person	telecomgroup@earlylennon.com
207 Corporate office, attn. name, and mailing address to which future Telecommunications Reporting Worksheets should be sent	Patrick D. Crocker, Attorney 900 Comerica Bldg Kalamazoo MI 49007
208 Billing address and billing contact person: [Plan administrators will send bills for contributions to this address. Please attach a written request for alternative billing arrangements.]	Patrick D. Crocker, Attorney 900 Comerica Bldg Kalamazoo MI 49007

Block 2-B: Agent for Service of Process

All carriers must complete Lines 209 through 213

209 D.C. Agent for Service of Process per 47 U.S.C 413	Corporation Guarantee & Trust Company
210 Telephone number of D.C. agent	(202) - 296-2222
211 Fax number of D.C. agent	(301) - 229-2783
212 E-mail of D.C. agent	
213 Complete business address of D.C. agent for hand service of documents	1155 15th St NW Ste 502 Washington DC 20005
214 Alternate Agent for Service of Process (optional)	Patrick D. Crocker, Attorney
215 Telephone number of alternate agent	(616) - 381-8844
216 Fax number of alternate agent	(616) - 349-8525
217 E-mail of alternate agent	telecomgroup@earlylennon.com
218 Complete business address of alternate agent for hand service of documents	900 Comerica Bldg Kalamazoo MI 49007

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

FCC Form 499-A
February 2000

2000 FCC Form 499A Telecommunications Reporting Worksheet
Page 3
Block 3: Carrier's Carrier Revenue Information

 301 Filer 499 ID [from Line 101] **820411**

 302 Legal name of reporting entity [from Line 102] **Alliance Group Services, Inc.**

 Report Billed Revenue for January 1 through December 31, 1999
 Do not report any negative numbers. Dollar amounts may be rounded to
 the nearest thousand dollars. However, report all amounts as whole dollars.

See instructions regarding percent interstate & international.

**Revenue from Service Provided for Resale by Other Contributors to
Federal Universal Service Support Mechanisms**
Fixed local service

 303 Monthly service, local calling, connection charges, vertical features,
 and other local exchange service including subscriber line and
 PCCC charges to IXCs

a Provided as unbundled network elements

b Provided under other arrangements

304 Per minute charges for originating or terminating calls

a Provided under state or federal access tariff

b Provided as unbundled network elements or other contract arrangement

305 Local private line & special access

306 Payphone compensation from toll carriers

307 Other local telecommunications service revenues

308 Universal service support revenue received from Federal or State Sources

Mobile service (including wireless telephony, paging & messaging, and other mobile services)

309 Monthly, activation, and message charges except toll

Toll service

 310 Operator and toll calls with alternative billing arrangements (credit
 card, collect, international call-back, etc.)

 311 Ordinary Long Distance (MTS, customer toll free 800/888
 service, associated monthly account maintenance, PCCC
 pass-through, and switched services not reported above)

312 Long distance private line services

313 Satellite services

314 All other long distance services

 Total
Revenue

 If breakouts are not book
amounts, enter whole
percentage estimates

Breakouts

(a)

(b)

(c)

(d)

(e)

0

0

0

0

0

0

0

0

0

0

3,555,715

0

0

0

931,597

1,326,282

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

 FCC Form 499-A
 February 2000

2000 FCC Form 499A Telecommunications Reporting Worksheet
Page 4
Block 4: End User and Non-Telecommunications Revenue Information

401	Filer 499 ID [from Line 101]	820411			
402	Legal name of reporting entity [from Line 102]	Alliance Group Services, Inc.			
Report Billed Revenue for January 1 through December 31, 1999 Do not report any negative numbers. Dollar amounts may be rounded to the nearest thousand dollars. However, report all amounts as whole dollars. See instructions regarding percent interstate & international.		Total Revenue	If breakouts are not book amounts, enter whole percentage estimates		Breakouts
			Interstate	International	
		(a)	(b)	(c)	(d) (e)
Revenue From All Other Sources (end-user telcom. & non-telcom.)					
403	Surcharges or other amounts on bills identified as recovering State or Federal universal service contributions	0			
Fixed local service					
404	Monthly service, local calling, connection charges, vertical features, and other local exchange service charges except for federally tariffed subscriber line charges and PICC charges	0			
405	Tariffed subscriber line charges and PICC charges levied by a local exchange carrier on a no-PIC customer	0			
406	Local private line and special access service	0			
407	Payphone coin revenues	0			
408	Other local telecommunications service revenues	0			
Mobile service (including wireless telephony, paging & messaging, and other mobile services)					
409	Monthly and activation charges	0			
410	Message charges including roaming but excluding toll charges	0			
Toll service					
411	Pre-paid calling card (including card sales to customers and non-carrier distributors) reported at face value of cards	0			
412	International calls that both originate and terminate in foreign points	0	0%	100%	
413	Operator and toll calls with alternative billing arrangements (credit card, collect, international call-back, etc.) other than revenue reported on Line 412	0			
414	Ordinary Long Distance (MTS, customer toll free 800/888 service, associated monthly account maintenance, PICC pass-through, and other switched services not reported above)	989,268			352,081 75,382
415	Long distance private line services	0			
416	Satellite services	0			
417	All other long distance services	0			
418	Enhanced services, inside wiring maintenance, billing and collection, customer premises equipment, published directory, dark fiber, Internet and non-telecommunications service revenue	0			
419	Gross billed revenue from all sources (incl. reseller & non-telcom.) [Lines 303 through 314 plus Lines 403 through 418]	4,544,983			1,283,678 1,401,664
420	Universal service contribution bases [Lines 403 through 411 & Lines 413 through 417]	989,268			352,081 75,382

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

FCC Form 499-A
February 2000

2000 FCC Form 499A Telecommunications Reporting Worksheet
Page 5
Block 3: Additional Revenue Breakouts

501 Filer 499 ID [from Line 101]	820411
502 Legal name of reporting entity [from Line 102]	Alliance Group Services, Inc.

Most filers must contribute to LNP administration and must provide the percentages requested in Lines 503 through 510. Filing entities that use Line 603 to certify that they are exempt from this requirement need not provide this information.

Percentage of revenue reported in Block 3 and Block 4 billed in each region of the country. Round or estimate to nearest whole percentage. Enter 0 if no service was provided in the region.

			Block 3 Carrier's Carrier (a)	Block 4 End-User Telecom. (b)
503	Southeast:	Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, Puerto Rico, South Carolina, Tennessee and U.S. Virgin Islands	%	24 %
504	Western:	Alaska, Arizona, Colorado, Idaho, Iowa, Minnesota, Montana, Nebraska, New Mexico, North Dakota, Oregon, South Dakota, Utah, Washington, Wyoming	%	14 %
505	West Coast:	California, Hawaii, Nevada, American Samoa, Guam, Northern Mariana Islands, and Wake Island.	%	22 %
506	Mid-Atlantic:	Delaware, District of Columbia, Maryland, New Jersey, Pennsylvania, Virginia, West Virginia	%	11 %
507	Mid-West:	Illinois, Indiana, Michigan, Ohio, Wisconsin	%	14 %
508	Northeast:	Connecticut, Maine, Massachusetts, New Hampshire, New York, Rhode Island, Vermont	%	5 %
509	Southwest:	Arkansas, Kansas, Missouri, Oklahoma, & Texas	%	10 %
510	Total	[Percentages must add to 0 or 100]	%	100 %

511 Revenues from resellers that do not contribute to Universal Service support mechanisms are included in Block 4, Line 420 but may be excluded from a filer's TRS, NANPA and LNP contribution bases. To have these amounts excluded, the filer has the option of identifying such revenues below.

	(a)	(b)
	Total Revenue	Interstate and International
Revenues from resellers that do not contribute to Universal Service	\$	\$

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

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2000 FCC Form 499A Telecommunications Reporting Worksheet

Page 6

Block 6: CERTIFICATION: to signed by an officer of the filer

601 Filer 499 ID [from Line 101]

820411

602 Legal name of reporting entity [from Line 102]

Alliance Group Services, Inc.

Section IV of the instructions provides information on which types of reporting entities are required to file for which purposes.
Any entity claiming to be exempt from one or more contribution requirements should so certify below and attach an explanation.
[The Universal Service administrator will determine which entities meet the de minimis threshold based on information provided
in Block 4, even if you fail to so certify, below.]

603 I certify that the reporting entity is exempt from contributing to:

Universal Service ☐TRS ☐NANPA ☐LNP Administration ☐

Provide explanation below:

604 I certify that the revenue data contained herein is privileged and confidential and that public disclosure of such information
would likely cause substantial harm to the competitive position of the company. I request nondisclosure
of the revenue information contained herein pursuant to Sections 0.459, 52.17,
54.711 and 64.604 of the Commission's Rules.



I certify that I am an officer of the above-named reporting entity, that I have examined the foregoing report and to the best of my
knowledge, information and belief, all statements of fact contained in this Worksheet are true and that said Worksheet is an accurate
statement of the affairs of the above-named company for the previous calendar year.

605 Signature

606 Printed name of officer

607 Position with reporting entity

608 Date

609 This filing is:

☒ Original filing☐ Revised filing

Do not mail checks with this form. Send this form to: Form 499 c/o NECA, 80 South Jefferson Road, Whippany New Jersey, 07981
For additional information regarding this worksheet contact: Telecommunications Reporting Worksheet information: (973) 560-4400 or via e-mail: Form499@neca.org

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

FCC Form 499-A
February 2000

TEXAS SECRETARY OF STATE, CORPORATE RECORD

Name: U.S. REPUBLIC COMMUNICATIONS, INC.

Principal Place of Business: 3200 W PLEASANT RUN RD STE 100
LANCASTER, TEXAS 75146

Principal Office: 3200 W PLEASANT RUN RD STE 100
LANCASTER, TEXAS 75146

Tax Address: PO BOX 22923
JACKSON, MISSISSIPPI 39225-2923

Type of Corporation: DOMESTIC PROFIT

Status: DEAD

Status Comment: DISSOLUTION

Status Date: 03/22/2001

Filing Date: 06/06/1996

Duration: PERPETUAL

State of Incorporation: TEXAS

Registered Agent: MICHAEL G HOFFMAN

Registered Office: 1600 VICEROY DR
DALLAS, TEXAS 75235-2306

Assumed Names: BIZONTHE.NET
Status: ACTIVE
Counties: ALL
Filed: 02/18/1999
Duration: 10 YEARS
Expiration: 02/18/2009

Parent Company: VARTEC TELECOM, INC
Number: 11054871-00
Type: DOMESTIC PROFIT
State: TEXAS
% Owned: 81

Capital/Stock: 10MIL AT \$.01

Tax Year: 1998

State Tax ID: 017526549393

Incorporators: MICHAEL G HOFFMAN, LANCASTER, TEXAS

Officers, Directors and Management:

REMY, T GARY
PRESIDENT
(BOTH OFFICER AND DIRECTOR)
3200 W PLEASANT RUN RD STE 100
LANCASTER, TEXAS 75146

MITCHELL, A JOE*JR
VICE PRESIDENT
(BOTH OFFICER AND DIRECTOR)
3200 W PLEASANT RUN RD STE 100
LANCASTER, TEXAS 75146

JOHNSON, TOM D
TREASURER
(OFFICER)
3200 W PLEASANT RUN RD STE 100
LANCASTER, TEXAS 75146

HOFFMAN, MICHAEL G
SECRETARY
(BOTH OFFICER AND DIRECTOR)
3200 W PLEASANT RUN RD STE 100
LANCASTER, TEXAS 75146

EGGER, GARY D
ASSISTANT TREASURER
(OFFICER)
3200 W PLEASANT RUN RD STE 100
LANCASTER, TEXAS 75146

HEALEA, ROBERT J
ASSISTANT TREASURER
(OFFICER)
PO BOX 22923
JACKSON, MISSISSIPPI 39225

Number: 01402030-00

Filing History:

Date	Transaction
-----	-----
06/06/1996	ARTICLES OF INCORPORATION
04/17/1998	PUBLIC INFORMATION REPORT FILED
12/07/1998	PUBLIC INFORMATION REPORT FILED
12/07/1998	PUBLIC INFORMATION REPORT FILED
02/18/1999	ASSUMED NAME ADD
02/18/1999	ASSUMED NAME ADD
08/14/2000	CHANGE OF REGISTERED AGENT
03/22/2001	VOLUNTARY DISSOLUTION

EXHIBIT D

Administrator's Decision on Contributor Appeal-October 1, 2001



Universal Service Administrative Company

D. Scott Barash
Vice President and General Counsel
sbarash@universalservice.org

Administrator's Decision on Contributor Appeal

October 1, 2001

BY FEDERAL EXPRESS

Lawrence M. Brenton
Early, Lennon, Crocker & Bartosiewicz, P.L.C.
900 Commerce Building
Kalamazoo, MI 49007-4752

Re: Alliance Group Services, Inc. (ID # 820411)
Contributor Appeal

Dear Mr. Brenton:

After thorough review, the Universal Service Administrative Company (USAC) has completed its evaluation of the letter of appeal on behalf of Alliance Group Services, Inc. (Alliance) dated April 4, 2001 (Appeal). Your Appeal requests that USAC accept Alliance's late-filed FCC Form 499A reporting revenue for the period January 1 – December 31, 1999.

Decision on Appeal: Denied.

USAC hereby denies Alliance's Appeal.

Explanation of Decision:

Federal Communications Commission (FCC) regulations in force during the relevant time period required carriers to file a Universal Service Worksheet (FCC Form 499 or, previously, FCC Form 457) twice annually, in April and September, and required USAC to bill contributors based on reported revenues. *See generally* 47 C.F.R. Part 54. USAC is required to estimate revenues for carriers that fail to file the required worksheets and to bill those carriers based on the estimated revenue. FCC regulations do not require USAC to accept any late-filed revisions to the Universal Service Worksheets. However, in order to improve the accuracy of the revenue reported, the USAC Board of Directors (USAC

Board) has authorized staff to allow carriers to file new or revised worksheets after the original due date. The instructions to the worksheets have included various deadlines by which revisions could be made, the longest of which is eight months. In order to afford carriers an adequate opportunity to revise their reported revenues, the USAC Board has authorized staff to allow carriers a longer 12 month period for the filing of new or revised Universal Service Worksheets.

The Form 499-A at issue was due on April 1, 2000. Alliance submitted its FCC Form 499-A on April 13, 2001. In addition to submitting the revisions after the deadline, the revisions filed did not provide an "explanation of the cause for the change along with documentation showing how the revised figures derive from corporate financial records" as required by Section II.E. of the FCC Form 499-A instructions for which the revisions are submitted. Because Alliance's attempted submission was outside of the due date of the worksheet in question, USAC rejected the submission of this form consistent with its previously adopted policy.

USAC was able to estimate Alliance's 2000 universal service obligations based on US Republic's FCC Form 499-A submitted in September 2000. Therefore, USAC has determined it is not necessary for it to accept either the late-filed FCC Form 499-A submitted by Alliance dated April 11, 2001 nor the Form 499-A submitted with its Appeal in order to properly estimate 2000 billing.

Your Appeal states that "Alliance Group did not have any obligation to file a Form 499-A in 2000 in respect of U.S. Republic billings for 1999." As explained previously to representatives of Alliance, this is incorrect. Because Alliance acquired the assets of U.S. Republic in December of 1999, Alliance is responsible for reporting any and all 1999 revenue, including U.S. Republic's revenue. Universal service support mechanism obligations are incurred at the beginning of each quarter, therefore, U.S. Republic was responsible for payment of universal service obligations through the end of the last quarter of 1999. Alliance was responsible for filing an FCC Form 499-A reporting all of U.S. Republic's 1999 revenue for purposes of providing USAC with the information to properly estimate 2000 billing.

Thus, for the reasons set forth above, Alliance's appeal must be denied.

If you disagree with the USAC response to your Letter of Appeal, you may file an appeal with the Federal Communications Commission (FCC) within 30 days of the date of this letter. The FCC address where you may direct your appeal is:

Federal Communications Commission
Office of the Secretary
445 12th Street, SW
Room TW-A325
Washington, DC 20554

Lawrence M. Brenton
October 1, 2001
Page 3

Please be sure to indicate the following information on all communications with the FCC:
"Docket Nos. 96-45 and 97-21."

Sincerely yours,

UNIVERSAL SERVICE ADMINISTRATIVE COMPANY



By: D. Scott Barash
Vice President and General Counsel

DSB:tb

cc: Anita Cheng, FCC Common Carrier Bureau
James Shook, FCC Enforcement Bureau